



December 11, 2012

VIA CM/ECF

The Honorable Ann D. Montgomery
District of Minnesota
United States District Court
13W U.S. Courthouse
300 South Fourth Street
Minneapolis, MN 55415

Re: *John Hancock Life Insurance Company, et al. v. Ally Financial Inc., et al.*
Case No. 0:12-cv-01841-ADM-TNL

Dear Judge Montgomery:

We write on behalf of Banc of America Securities LLC; Barclays Capital Inc.; Bear, Stearns & Co. Inc.; Citigroup Global Markets Inc.; Credit Suisse Securities (USA) LLC f/k/a Credit Suisse First Boston, LLC; Deutsche Bank Securities Inc.; J.P. Morgan Securities LLC f/k/a J.P. Morgan Securities, Inc.; Goldman, Sachs & Co.; Merrill Lynch, Pierce, Fenner & Smith Inc.; RBS Securities Inc. f/k/a Greenwich Capital Markets, Inc.; and UBS Securities LLC (collectively, the "Underwriters") to request permission to exceed the 12,000 word limit in connection with the Underwriters' Motion to Dismiss the Amended Complaint, to be filed this Friday, December 14, 2012.

Because two other groups of defendants will be filing separate motions to dismiss, the Underwriters agreed to file a single, joint motion to reduce the volume of briefing the Court will be required to review in preparation for the hearing in this matter. However, based on the length of the Amended Complaint, the number of claims asserted by Plaintiffs, and the fact that the Underwriters are represented by separate counsel, the Underwriters respectfully request permission to file a single memorandum in support of their motion and a single reply, the combined length of which will not exceed 24,000 words. If granted, this request would result in substantially fewer words being submitted to the Court than if each of the 11 Underwriters filed separate motions to dismiss.

Attorneys & Advisors
main 612.492.7000
fax 612.492.7077
www.fredlaw.com

Fredrikson & Byron, P.A.
200 South Sixth Street, Suite 4000
Minneapolis, Minnesota
55402-1425

The Honorable Ann D. Montgomery
December 11, 2012
Page 2

The Underwriters have conferred with Plaintiffs, and Plaintiffs do not oppose the Underwriters' request, provided that Plaintiffs are similarly permitted 24,000 words to respond to the Underwriters' Motion.

Thank you for your consideration of this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Joe J. Cassioppi', with a long, sweeping horizontal line extending to the right.

Joseph J. Cassioppi

Attorney at Law

Direct Dial: 612.492.7414

Email: jcassioppi@fredlaw.com

JJC:jcs 5284229

cc: All Counsel of Record (via CM/ECF)